

FILED

AUG 21 2008

RICHARD W. WILKING
CLERK, U.S. DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA

HOUTAN PETROLEUM, INC.,) Case No. 07-5627 SC
)
Plaintiff,)
)
v.) SPECIAL VERDICT FORM
)
CONOCOPHILLIPS COMPANY, a Texas)
Corporation and DOES 1 through 10,)
Inclusive,)
)
Defendants.)
)
_____)

Special Verdict Form

Do you unanimously find from a preponderance of the evidence:

1. That defendant and counter-plaintiff ConocoPhillips Company ("ConocoPhillips") has proven by a preponderance of the evidence that its offer to sell its equipment and improvements to plaintiff and counter-defendant Houtan Petroleum Inc. ("Houtan Petroleum") was "bona fide?"

Answer Yes or No: yes

If you answered "Yes" to Question 1, skip Question 2 and proceed to Question 3.

If you answered "No" to Question 1, proceed to Question

2.

2. What would have been a bona fide offer for the equipment and improvements offered by ConocoPhillips to Houtan Petroleum?

Answer with a dollar amount: \$_____

Skip Questions 3 through 6 and have your foreperson sign and date this form below.

3. That Houtan Petroleum has breached its contract with ConocoPhillips by refusing to return or permit ConocoPhillips to recover its equipment and improvements after termination of the parties' franchise agreement on October 31, 2007?

Answer Yes or No: Yes

Proceed to Question 4.

4. That Houtan Petroleum has committed a conversion by refusing to return or permit ConocoPhillips to recover its equipment and improvements after termination of the parties' franchise agreement on October 31, 2007?

Answer Yes or No: Yes

Proceed to Question 5.

5. That Houtan Petroleum has been unjustly enriched by retaining control and possession of ConocoPhillips' equipment and improvements after termination of the parties' franchise agreement on October 31, 2007?

Answer Yes or No: Yes

Proceed to Question 6.

6. If the answer to Question 4, 5, and/or 6 was "Yes," what do
find to be ConocoPhillips' damages as a result of Houtan
Petroleum's breach of contract, conversion, and/or unjust
enrichment?

Answer with a dollar amount: \$ 380,000.00

Have your foreperson sign and date this form below.

Date: August 21, 2008


Foreperson